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8/15/02

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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

**RECEIVED**

AUG 14 2002

TECH CENTER 1600/2900

Application of: Charlotte A. Kensil

Confirmation No.: 2171

Application No.: 09/760,506

Group Art Unit: 1636

Filed: January 12, 2001

Examiner: Sita S. Pappu

For: INNATE IMMUNITY-STIMULATING  
COMPOSITIONS OF CPG AND SAPONIN  
AND METHODS THEREOF

Attorney Docket No.: 8449-153-999

**TRANSMITTAL OF REVOCATION AND POWER OF ATTORNEY  
BY ASSIGNEE AND EXCLUSION OF INVENTOR**

Commissioner of Patents and Trademarks  
Washington, DC 20231

S I R:

Pursuant to 37 C.F.R. § 1.36, Applicants submit herewith a Revocation and Power of Attorney By Assignee and Exclusion of Inventor that provides Pennie & Edmonds LLP with power of attorney in connection with the above-identified patent application.

Please direct all correspondence and telephone calls to Pennie & Edmonds LLP at the address indicated below.

Applicants do not believe there is a fee due in connection with this submission. However, should the Patent and Trademark Office determine otherwise, please charge the required fee to Pennie & Edmonds LLP Deposit Account No. 16-1150.

Respectfully submitted,

47,167

Date: August 7, 2002

Scott Warren

(Reg. No.)

**PENNIE & EDMONDS LLP**  
1155 Avenue of the Americas  
New York, New York 10036-2711  
Phone: (212) 790-9090

**For: Adriane Antler, Reg. No. 32,605**  
**PENNIE & EDMONDS LLP**  
1155 Avenue of the Americas  
New York, New York 10036-2711  
Phone: (212) 790-9090



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

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Application of: Charlotte A. Kensil

Serial No.: 09/760,506

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For: INNATE IMMUNITY-STIMULATING  
COMPOSITIONS OF CPG AND  
SAPONIN AND METHODS THEREOF

Attorney Docket No.: 8449-153

**REVOCATION AND POWER OF ATTORNEY BY  
ASSIGNEE AND EXCLUSION OF INVENTOR**

Assistant Commissioner for Patents  
Washington, D.C. 20231

S I R :

Antigenics, Inc., a Massachusetts corporation, having an address at 34  
Commerce Way, Woburn, Massachusetts 01801, certifies that it is the owner of the entire  
right, title and interest in, to and under the invention described and claimed in the above-  
identified patent application by virtue of a chain of title from the inventors of the above-  
identified patent application to the current assignee as shown below:

- (1) an assignment, submitted to the United States Patent and Trademark  
Office for recordation on March 23, 2001, from the inventor to Aquila  
Biopharmaceuticals, Inc. (copies of the "Recordation form Cover Sheet"  
and the "Assignment" are being submitted herewith); and
- (2) a change of assignee from Aquila Biopharmaceuticals, Inc. to  
Antigenics, Inc. by virtue of a merger, established by copies of merger  
documents submitted herewith.

The undersigned has reviewed all the documents in the chain of title of the patent  
application identified above and, to the best of undersigned's knowledge and belief, title is in the  
assignee identified above.

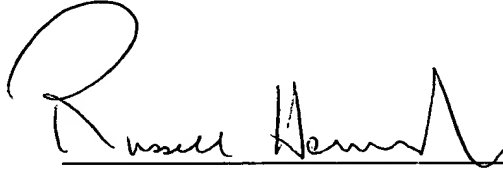
The undersigned (whose title is supplied below) is empowered to act on behalf of the assignee.

Antigenics, Inc., assignee and owner of the entire right, title and interest in, to and under the invention described and claimed in the above-identified application hereby revokes all previous powers of attorney and appoints: Berj A. Terzian (Reg. No. 20060), David Weild, III (Reg. No. 21094), Jonathan A. Marshall (Reg. No. 24614), Barry D. Rein (Reg. No. 22411), Stanton T. Lawrence, III (Reg. No. 25736), Charles E. McKenney (Reg. No. 22795), Philip T. Shannon (Reg. No. 24278), Francis E. Morris (Reg. No. 24615), Charles E. Miller (Reg. No. 24576), Gidon D. Stern (Reg. No. 27469), John J. Lauter, Jr. (Reg. No. 27814), Brian M. Poissant (Reg. No. 28462), Brian D. Coggio (Reg. No. 27624), Rory J. Radding (Reg. No. 28749), Stephen J. Harbulak (Reg. No. 29166), Donald J. Goodell (Reg. No. 19766), Thomas E. Friebel (Reg. No. 29258), Laura A. Coruzzi (Reg. No. 30742), Jennifer Gordon (Reg. No. 30753), Geraldine F. Baldwin (Reg. No. 31232), Victor N. Balancia (Reg. No. 31231), Samuel B. Abrams (Reg. No. 30605), Steven I. Wallach (Reg. No. 35402), Marcia H. Sundeen (Reg. No. 30893), Paul J. Zegger (Reg. No. 33821), Edmond R. Bannon (Reg. No. 32110), Bruce J. Barker (Reg. No. 33291), Adriane M. Antler (Reg. No. 32605), Thomas G. Rowan (Reg. No. 34419), James G. Markey (Reg. No. 31636), Thomas D. Kohler (Reg. No. 32797), Scott D. Stimpson (Reg. No. 33607), Gary S. Williams (Reg. No. 31066), Ann L. Gisolfi (Reg. No. 31956), Todd A. Wagner (Reg. No. 35399), Scott B. Familant (Reg. No. 35514), Kelly D. Talcott (Reg. No. 39582), Francis D. Cerrito (Reg. No. 38100), Anthony M. Insogna (Reg. No. 35203), Brian M. Rothery (Reg. No. 35340), Brian D. Siff (Reg. No. 35679), Alan Tenenbaum (Reg. No. 34939), Michael J. Lyons (Reg. No. 37386), Garland T. Stephens (Reg. No. 37242), William J. Sipio (Reg. No. 34514), Nikolaos C. George (Reg. No. 39201), Stephen S. Rabinowitz (Reg. No. 40286), Ognjan V. Shentov (Reg. No. 38051), and Kenneth L. Stein (Reg. No. 38704), all of Pennie & Edmonds LLP, whose addresses are 1155 Avenue of the Americas, New York, New York 10036, 1667 K Street N.W., Washington, DC 20006, and 3300 Hillview Avenue, Palo Alto, California 94304, and each of them its attorneys, to prosecute this application and to transact all business in the Patent and Trademark Office connected therewith, said appointment to be to the exclusion of the inventors and their attorney(s) in accordance with the provisions of 37 C.F.R. 3.71, provided that, if any one of these attorneys ceases being affiliated with the law

firm of Pennie & Edmonds LLP as partner, counsel, or employee, then the appointment of that attorney and all powers derived therefrom shall terminate on the date such attorney ceases being so affiliated.

Please direct all future correspondence to Pennie & Edmonds LLP, located at 1155 Avenue of the Americas, New York, New York 10036-2711, and direct all telephone calls to Pennie & Edmonds LLP at (212) 790-9090.

Signature:



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Typed Name:

Russell Herndon

Position/Title:

President, COO

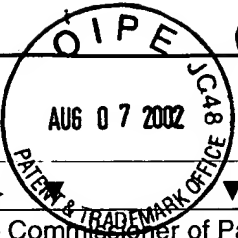
Address:

34 Commerce Way

Woburn, Massachusetts 01801

Date:

June 10, 2002



RECORDATION FORM COVER SHEET

cket No.: 106941.190

U.S. DEPARTMENT OF COMMERCE  
Patent and Trademark Office

PATENTS ONLY

Tab settings → → →

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):  
  
Charlotte R. Kensil

Additional names(s) of conveying party(ies) ☐ Yes ☒ No

3. Nature of conveyance:  
  
☒ Assignment ☐ Merger  
☐ Security Agreement ☐ Change of Name  
☐ Other \_\_\_\_\_

Execution Date: March 19, 2001

2. Name and address of receiving party(ies):  
  
Name: Aquila Biopharmaceuticals, Inc.  
Address: 175 Crossing Boulevard  
Suite 200  
  
City: Framingham State/Prov.: MA  
Country: USA ZIP: 01757

Additional name(s) & address(es) ☐ Yes ☒ No

RECEIVED  
AUG 14 2002  
TECH CENTER 1600/2900

4. Application number(s) or registration numbers(s):  
If this document is being filed together with a new application, the execution date of the application is: \_\_\_\_\_

Patent Application No.	Filing date
60/175,840	January 13, 2000
60/200,853	May 1, 2000
09/760,506	January 12, 2001

Additional numbers ☐ Yes ☒ No

B. Patent No.(s)

5. Name and address of party to whom correspondence concerning document should be mailed:  
  
Name: Colleen Superko  
Registration No. 39,850  
Address: Hale and Dorr LLP  
60 State Street  
  
City: Boston State/Prov.: MA  
Country: USA ZIP: 02109

6. Total number of applications and patents involved: 3

7. Total fee (37 CFR 3.41):.....\$ 40.00  
☐ Enclosed - Any excess or insufficiency should be credited or debited to deposit account  
☒ Authorized to be charged to deposit account

8. Deposit account number:  
08-0219

DO NOT USE THIS SPACE

9. Statement and signature.  
To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

Colleen Superko Colleen Superko March 23, 2001  
Name of Person Signing Signature Date

Total number of pages including cover sheet, attachments, and 3

## ASSIGNMENT

WHEREAS, I, Charlotte R. Kensil, being a citizen of the United States, and residing at 15 Camp Street, Milford, Massachusetts, 01757, United States of America; am the inventor of certain new and useful inventions and discoveries for which I have made an application for Letters Patent entitled **INNATE IMMUNITY-STIMULATING COMPOSITIONS OF CPG AND SAPONIN AND METHODS THEREOF**, which provisional application was filed in the United States Patent and Trademark Office on January 13, 2000 and assigned serial number 60/175,840, and filed on May 1, 2000 and assigned serial number 60/200,853; and filed as a regular, utility application on January 12, 2001 and assigned Serial No. 09/760,506; and,

WHEREAS, AQUILA BIOPHARMACEUTICALS, INC., a corporation of the Commonwealth of Massachusetts and a wholly-owned subsidiary of Antigenics, Inc., whose address is 175 Crossing Boulevard, Suite 200, Framingham, Massachusetts 01702, and which, together with its successors and assigns is hereinafter called "ASSIGNEE," is desirous of acquiring the title, rights, benefits, and privileges hereinafter recited;

NOW, THEREFORE, for and in consideration of good and valuable consideration furnished by ASSIGNEE to me, receipt and sufficiency of which I hereby acknowledge, I hereby, without reservations:

1. Assign, transfer, and convey to ASSIGNEE the entire right, title, and interest in and to said inventions and discoveries, said application for Letters Patent, any and all other applications for Letters Patent on said inventions and discoveries in whatsoever countries, including all divisional, renewal, substitute, continuation, continuation-in-part, and convention applications based in whole, or in part, upon said inventions or discoveries, or upon said applications, and any and all Letters Patents, reissues, and extensions of Letters Patent granted for said inventions and discoveries or upon said applications, and every priority right that is or may be predicated upon, or arise from, said inventions, said discoveries, said applications, and said Letters Patent;
2. Authorize ASSIGNEE to file patent applications in any or all countries on any or all of said inventions and discoveries in my name or in the name of ASSIGNEE or otherwise as ASSIGNEE may deem advisable, under International Conventions or otherwise;
3. Authorize and request the Commissioner of Patents and Trademarks of the United States of America and the empowered officials of all other governments throughout the world to

issue or transfer all said Letters Patents to ASSIGNEE, as assignee of the entire right, title, and interest therein or otherwise as ASSIGNEE may direct;

4. Warrant that I have not knowingly conveyed to others any right in said inventions, discoveries, applications, or patents, or any license to use the same, or to make, use, or sell anything embodying or utilizing any of said inventions or discoveries; and that I have good right to assign the same to ASSIGNEE without encumbrance;

5. Bind my heirs, legal representatives, and assigns, as well as myself, to do, upon ASSIGNEE's request and at ASSIGNEE's expense, but without additional consideration to me or them, all acts reasonably serving to assure that said inventions and discoveries, said patent applications, and said Letters Patents shall be held and enjoyed by ASSIGNEE as fully and entirely as the same could have been held and enjoyed by me, my heirs, legal representatives, and assigns if this Assignment had not been made; and particularly to execute and deliver to ASSIGNEE all lawful application documents including petitions, specifications, and oaths, and all assignments, disclaimers, and lawful affidavits in form and substance as may be requested by ASSIGNEE; and to communicate to ASSIGNEE all facts known to me relating to said inventions and discoveries or the history thereof, and to testify as to the same in any court or proceeding; and to furnish ASSIGNEE any and all documents, photographs, models, samples, and other physical exhibits in my control or in the control of my heirs, legal representatives, or assigns which may be useful for establishing the facts of my conceptions, disclosures, and reduction to practice of said inventions and discoveries.

WITNESS my hand and seal this 19th day of March, 2001.

Charlotte R. Kensil  
Charlotte R. Kensil

Date: March 19, 2001

Laure O'Hara  
Witness

Date: March 19, 2001

Cheryl Murphy  
Witness

State of Delaware  
Office of the Secretary of State

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PAGE 1

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"AQUILA BIOPHARMACEUTICALS, INC.", A DELAWARE CORPORATION, WITH AND INTO "ANTIGENICS INC." UNDER THE NAME OF "ANTIGENICS INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF MASSACHUSETTS, AS RECEIVED AND FILED IN THIS OFFICE THE THIRTY-FIRST DAY OF MAY, A.D. 2001, AT 2 O'CLOCK P.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



*Harriet Smith Windsor*  
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1163848

3398165 8100M

010259992

DATE: 05-31-01



CERTIFICATE OF MERGER  
OF  
AQUILA BIOPHARMACEUTICALS, INC.  
(a Delaware corporation)  
INTO  
ANTIGENICS INC.  
(a Massachusetts corporation)  
which will be the surviving corporation  
(UNDER SECTION 252 OF THE GENERAL CORPORATION LAW  
OF THE STATE OF DELAWARE)

The undersigned corporation, organized and existing under and by virtue of the General Corporation Law of the State of Delaware, does hereby certify:

FIRST: That the name and state of incorporation of each of the constituent corporations of the merger is as follows:

<u>Name</u>	<u>State of Incorporation</u>
Aquila Biopharmaceuticals, Inc.	Delaware
Antigenics Inc.	Massachusetts

SECOND: That an agreement and plan of merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of Section 252 of the General Corporation Law of the State of Delaware.

THIRD: That the surviving corporation of the merger is Antigenics Inc.

FOURTH: That, by virtue of the merger, the Articles of Organization of Antigenics Inc. shall be the articles of organization of the surviving corporation.

FIFTH: That the executed agreement and plan of merger is on file at the Massachusetts office of the surviving corporation, located at 34-A Commerce Way, Woburn, MA 01801.

SIXTH: That a copy of the agreement and plan of merger will be furnished by the surviving corporation, on request and without costs, to any stockholder of any constituent corporation.

SEVENTH: That the surviving corporation agrees that it may be served with process in the State of Delaware in any proceeding for enforcement of any obligation of any constituent

corporation of the State of Delaware, as well as for enforcement of any obligation of the surviving corporation arising from the merger, including any suit or other proceeding to enforce the right of any stockholders as determined in appraisal proceedings pursuant to Section 262 of the General Corporation Law of the State of Delaware and irrevocably appoints the Secretary of State of the State of Delaware as its agent to accept service of process in any such suit or other proceedings and a copy of such process shall be mailed by the Delaware Secretary of State to: Antigenics Inc., 630 Fifth Avenue, Suite 2100, New York, New York.

*[Remainder of Page Intentionally Left Blank]*

IN WITNESS WHEREOF, Antigenics Inc. has caused this Certificate of Merger to be signed by its authorized officer, with effect as of the 31st day of May, 2001.

ANTIGENICS INC.

By:   
Name: Garo Aghajanian  
Title: President

FEDERAL IDENTIFICATION  
NO. applied for  
600 742 440  
(Antigenics Inc.)

FEDERAL IDENTIFICATION  
NO. 04-3307818 (M)  
(Aquila Biopharmaceuticals, Inc.)

# The Commonwealth of Massachusetts

William Francis Galvin  
Secretary of the Commonwealth  
One Ashburton Place, Boston, Massachusetts 02108-1512

## ARTICLES OF ~~CONSOLIDATION~~ \*MERGER (General Laws, Chapter 156B, Section 79)

~~Consolidation~~ \*merger of

(m) 7/12/96

AQUILA BIOPHARMACEUTICALS, INC.

a Delaware corporation

(R)

-AND-

(m) 2/16/01

ANTIGENICS INC.

a Massachusetts corporation

the constituent corporations, into

(S)

ANTIGENICS INC.

~~Consolidation~~ \*one of the constituent corporations organized under the laws of: Massachusetts

The undersigned officers of each of the constituent corporations certify under the penalties of perjury as follows:

1. An agreement of ~~Consolidation~~ \*merger has been duly adopted in compliance with the requirements of General Laws, Chapter 156B, Section 79, and will be kept as provided by Subsection (c) thereof. The ~~resulting~~ \*surviving corporation will furnish a copy of said agreement to any of its stockholders, or to any person who was a stockholder of any constituent corporation, upon written request and without charge.

2. The effective date of the ~~Consolidation~~ \*merger determined pursuant to the agreement of ~~Consolidation~~ \*merger shall be the date approved and filed by the Secretary of the Commonwealth. If a later effective date is desired, specify such date which shall not be more than thirty days after the date of filing:

### 3. (For a merger)

\*\*The following amendments to the Articles of Organization of the ~~resulting~~ corporation have been effected pursuant to the agreement of merger:  
None.

### (For a consolidation)

(a) The purpose of the ~~resulting~~ corporation is to engage in the following business activities:  
Not Applicable

\*Delete the inapplicable word

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet as long as each article requiring such addition is clearly indicated.

C  
P  
M  
R.A.

4

P.C.

State the number of shares and the par value, if any, of each class of stock which the resulting corporation is authorized to issue.

WITHOUT PARVALUE		WITH PARVALUE		
TYPE	NUMBER OF SHARES	TYPE	NUMBER OF SHARES	PARVALUE
		Common:		
		Preferred:		

If more than one class of stock is authorized, state a distinguishing designation for each class and provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of each class and of each series then established.

Not Applicable

(d) The restrictions, if any, on the transfer of stock contained in the agreement of consolidation are:

Not Applicable

(e) Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or stockholders, or of any class of stockholders:

Not Applicable

Item 4 below may be deleted if the ~~resulting~~/surviving corporation is organized under the laws of a state other than Massachusetts.

4. The information contained in Item 4 is not a permanent part of the Articles of Organization of the ~~resulting~~ surviving corporation.

(a) The street address of the ~~resulting~~ surviving corporation in Massachusetts is: (post office boxes are not acceptable)  
34-A Commerce Way, Woburn, MA 01801

If there are no provisions state "None"

(c) The name, residential address and post office address of each director and officer of the ~~XXXXXX~~ surviving corporation is:

NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President: Garo Armen	66 Mayfair Lane Manhasset, NY 11010	c/o Antigenics Inc. 630 Fifth Ave., Ste. 2100, New York, NY 10111
Treasurer: Garo Armen	Same as above	Same as above
Clerk: Garo Armen	Same as above	Same as above
Directors: Garo Armen	Same as above	Same as above

(c) The fiscal year end (i.e. tax year) of the ~~XXXXXX~~ surviving corporation shall end on the last day of the month of December

(d) The name and business address of the resident agent, if any, of the ~~XXXXXX~~ surviving corporation is:  
~~Not applicable~~

CT Corporation, 101 Federal St. Boston, MA 02110  
Item 5 below may be deleted if the ~~XXXXXX~~ surviving corporation is organized under the laws of Massachusetts.

5.

#### FOR MASSACHUSETTS CORPORATIONS

The undersigned \*President ~~XXXXXX~~ and \*Clerk ~~XXXXXX~~ of Antigenics Inc., a corporation organized under the laws of Massachusetts, further state under the penalties of perjury that the agreement of ~~XXXXXX~~ merger has been duly executed on behalf of such corporation and duly approved in the manner required by General Laws, Chapter 156B, Section 78.

Garo Armen \_\_\_\_\_, \*President ~~XXXXXX~~

Garo Armen \_\_\_\_\_, \*Clerk ~~XXXXXX~~

#### FOR CORPORATIONS ORGANIZED IN A STATE OTHER THAN MASSACHUSETTS

The undersigned, † President \_\_\_\_\_ and †† Secretary \_\_\_\_\_ of Aquila Biopharmaceuticals, Inc., a corporation organized under the laws of

Delaware further state under the penalties of perjury that the agreement of ~~XXXXXX~~

\*merger has been duly adopted by such corporation in the manner required by the laws of Delaware

\*Delete the inapplicable words.

†Specify the officer having powers and duties corresponding to those of the president or vice president of a Massachusetts corporation organized under General Laws, Chapter 156B.  
††Specify the officer having powers and duties corresponding to the clerk or assistant clerk of such a Massachusetts corporation.

Garo Armen \_\_\_\_\_, President

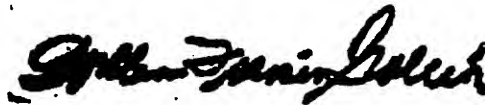
Garo Armen \_\_\_\_\_, Secretary

# 021964

THE COMMONWEALTH OF MASSACHUSETTS  
ARTICLES OF ~~\*CONSOLIDATION\*~~ \*MERGER  
(General Laws, Chapter 156B, Section 79)

I hereby approve the within Articles of ~~\*CONSOLIDATION\*~~ \*Merger and,  
the filing fee in the amount of \$ 250 -, having been paid,  
said articles are deemed to have been filed with me this 31<sup>st</sup>  
day of May, 20 01.

Effective date \_\_\_\_\_



WILLIAM FRANCIS GALVIN  
Secretary of the Commonwealth

TO BE FILLED IN BY CORPORATION  
Photocopy of document to be sent to:

Meghan Hannigan, Esq.

Palmer & Dodge LLP

One Beacon St., Boston, MA 02108

Telephone (617) 571-0100